

SPECIAL MEETING
NATIONAL MINORITY T.V., INC.
AUGUST 15, 1990

A special meeting of the Board of Directors of National Minority T.V., Inc. was held on August 15, 1990 at Newport Beach, California. Those present included board members Paul Crouch and Jane Duff. Phillip Aguilar was also present and was accompanied by his son.


The President reported that he was in receipt of a letter of resignation from Rev. David Espinoza. Mr. Crouch explained that Rev. Espinoza had asked that his resignation be accepted as the demands of his parish ministry made it extremely difficult to continue as an active officer and director of the corporation. It was moved, seconded and passed that the resignation of Rev. Espinoza be accepted and that a letter of appreciation be mailed to Rev. Espinoza expressing gratitude for his dedicated service to National Minority T.V.

The board then considered the possibility of electing Phillip Aguilar to the Board of Directors as a replacement for David Espinoza. The responsibilities of board membership was explained to Mr. Aguilar and Mr. Aguilar indicated he would be able to meet the demands of a director and officer.

It was then moved and seconded and passed that Phillip Aguilar be elected to the office of Vice President in place of Jane Duff and to the Board of Directors of the corporation. Mr. Aguilar accepted the office of Vice President and agreed to serve as a director. The board proceeded to elect Jane Duff Secretary and Treasurer of the corporation. Mrs. Duff accepted the two offices.

The board members discussed the current broadcast interests of the corporation and its financial status.

The meeting then adjourned.



JANE DUFF, SECRETARY

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ANNUAL MEETING OF NATIONAL MINORITY T.V., INC.

The annual meeting of NATIONAL MINORITY T.V., INC. was held on January 21, 1991 at Tustin, California pursuant to written notice. All directors were present except for Phil Aguilar. Paul Crouch represented Rev. Aguilar with a proxy.

The board received a report from Jim McClellan, Station Manager for Portland.

The film CHINA CRY received a great response from all denominations.

Approximately 146 prayer partners are active volunteers.

Equipment for the studio is still in process.

The President reported that he will appear at a bankruptcy proceeding in Wilmington, Delaware on the 29th of January regarding the possible acquisition of Channel 61, which reaches Wilmington and Philadelphia. It was moved, seconded and passed that the President be authorized to bid up to \$4,000,000 for said station and its equipment.

It was noted that the corporation's Midland/Odessa station is in the process of being sold to Prime Time Christian T.V., Inc. The F.C.C. is considering the transfer of the station now.

A housing allowance for Jim McClellan was considered. After considering his needs, the sum of \$15,000 per annum was approved.

The current officers and directors were also elected to new terms.

The meeting then adjourned.

Dated: 2-6-91


JANE DUFF, Secretary

Special Meeting
of
National Minority T.V. Inc.

A special meeting of National Minority T.V. Inc. was held on June 27, 1991. All directors were in attendance and consented to the meeting.

The President reported on the status of our application for a station in Wilmington, Delaware. Opposition to the transfer of the license to operate the station has been filed with the F.C.C., but our F.C.C. counsel feels our position is strong. A September deadline for closing the transaction is included in the purchase contract. Colby May is attempting to obtain an extension.

The board discussed the Portland station. The studio is completed and we should be able to produce live programming by this fall. The station manager will create programming for national broadcasts once local Portland programming begins.

Jane Duff reported that five applications for low power stations are pending before the F.C.C. The locations of the low power stations are in Amarillo, Texas; Charleston, West Virginia; Prescott, Arizona and Wichita Falls, Texas.

Jane Duff reported the transfer of our Midland/Odessa station closed on April 5, 1991 with no problems.

A motion by was made by Phil Aguilar and seconded by Jane Duff to memorialize the corporation's reimbursement policy for business expenses. The following motion was then made, seconded and passed:

WHEREAS, it has heretofore been corporate policy to reimburse employees for verifiable business expenses;

WHEREAS, the memorialization of such policy in writing will clarify the terms and conditions of such policy for all concerned;

NOW, THEREFORE, BE IT RESOLVED, that it is corporate policy to reimburse employees for reasonable business expenses which are verified by some other acceptable means if written documentation is lost or otherwise not available;

BE IT FURTHER RESOLVED, that such verification must specify the date, the amount and the business nature of the expense;

BE IT FURTHER RESOLVED, that such reimbursement must all times be within applicable rules and regulations of the Internal Revenue Service and/or applicable state rules and regulations;

RESOLVED FURTHER, that application for reimbursement must be made within a reasonable time which shall not exceed sixty (60) days of the expenditure; and

RESOLVED FURTHER, that any excess reimbursements shall be repaid by the employee within one hundred and twenty (120) days.

The board considered a financial statement for 1990. Income was \$1,187,258.21 and expenses were \$695,443.18, for a total gain of \$491,855.03. The statement was approved.

A separate 1991 statement for the Portland station through May 1991 was considered. It revealed income of \$454,948.99 with expenses of \$68,022.18.

The meeting then adjourned.

Dated: 7-2-91


Jane Duff, Secretary

ACTION BY UNANIMOUS
WRITTEN CONSENT

The undersigned, being all of the directors of National Minority TV, Inc., take the following action by unanimous written consent.

RESOLVED, any of the officers of this corporation are authorized and empowered to borrow up to Four Million Dollars (\$4,000,000.00) in behalf of this corporation for the purchase of the licenses and the assets of television station WTGI in Wilmington, Delaware and for the initial operation of said television station upon such terms and conditions that they deem to be commercially reasonable.

RESOLVED FURTHER, that any one of the following corporate officers are authorized to sign documents evidencing said loan or in connection with said loan as well as all the documents required to complete the purchase of the licenses and the assets of television station WTGI in Wilmington, Delaware:

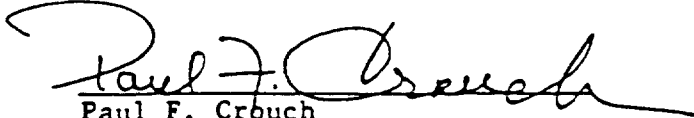
1. Paul F. Crouch;
2. Jane Duff; or
3. Phillip Aguilar.

RESOLVED FURTHER, that in particular, any one of said officers are authorized and empowered to execute and deliver contracts, loan documents, promissory notes, applications, security agreements, mortgages, receipts, assignments and such other documents that they deem necessary and appropriate to obtain said loan to complete the acquisition of the licenses and assets of television station WTGI in Wilmington, Delaware.

Dated: 8/23/91

Dated: 8/26/91

Dated: 8/26/91


Paul F. Crouch


Jane Duff


Phillip Aguilar

JOSEPH E. DUNNE III
COLBY M. MAY

ALSO ADMITTED IN VIRGINIA

Ref Km
MAY & DUNNE

CHARTERED

ATTORNEYS AT LAW

1000 THOMAS JEFFERSON STREET, N.W.

SUITE 520

WASHINGTON, D.C. 20007

(202) 298-6345

ECC/MELLON MAR 29 1991
RICHARD G. GAY
OF COUNSEL

TELECOPIER NO.
(202) 298-6375

March 27, 1991

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

REC'D MASS MEDIA BUR

APR - 4 1991

Federal Communications Commission
Mass Media Services
P. O. Box 358350
Pittsburgh, Pennsylvania 15251-5350

RE: Assignment of Television Station WTGL-TV, Wilmington,
Delaware from Delaware Valley Broadcasters Limited
Partnership to National Minority TV, Inc.

Dear Sir or Madam:

Transmitted herewith, in triplicate, on behalf of Delaware Valley
Broadcasters Limited Partnership (Assignor) and National Minority

CERTIFICATE OF SERVICE

I, Linda Gibson, do hereby certify that on the 27th day of December 1991, a copy of the foregoing "Petition To Deny" was sent via first class mail, postage prepaid to the following:

Barbara Kreisman*
Chief, Video Services Division
Mass Media Bureau
1919 M Street, N.W., Room 702
Washington, D.C. 20554

Colby M. May, Esq.
May & Dunne, Chartered
Suite 520
1000 Thomas Jefferson Street, N.W.
Washington, D.C. 20007
Counsel for Trinity Broadcasting of Florida
Inc.



Linda Gibson

* Hand-Delivered